

(1063)

EXHIBIT C

ASSIGNMENT OF PATENTS

WHEREAS, JOMED IMAGING LTD., a company formed under the laws of the United Kingdom, having its principal place of business at _____ ("Assignor") is the registered proprietor/applicant owner of the patents and patent applications identified on the schedule annexed hereto as Schedule A and any divisions, continuations, continuations-in-part, reissues, reexaminations, renewals or extensions or foreign counterparts of the applications which issued as the patents identified in Schedule A (hereinafter "the Patents").

WHEREAS, Volcano Therapeutics, Inc., a company incorporated in the State of Delaware, with its mailing address of 2870 Kilgore Road, Rancho Cordova, CA 95670, Attention: Scott Huennekens ("Assignee") wishes to acquire the Patents.

NOW, THEREFORE, in consideration of the sum of £1, the receipt and sufficiency of which are hereby acknowledged, Assignor hereby assigns to Assignee with full title guarantee the Patents including but not limited to:

- a. the right to recover and take all such proceedings as may be necessary for the recovery of damages or otherwise in respect of all infringements of any of the Patents whether committed before or after the date of this agreement;
- b. the absolute entitlement to any patents granted pursuant to any of the applications comprised in the Patents, for the full term of such patents; and
- c. the right to apply for, prosecute and obtain patent or similar protection in the UK and all other countries of the world for an invention embodied by any of the applications comprised in the Patents, including the right to claim priority from such applications.

This agreement shall be governed by and interpreted in accordance with the laws of England. Any dispute, controversy or claim initiated by either Assignor or Assignee arising out of, resulting from or relating to this Assignment, or the performance by either Party of its obligations under this Assignment shall be finally resolved by binding arbitration in accordance with the provisions of Section 10.7(b) of the asset purchase entered into on 30 October 2003 between the Assignor and the Assignee.

Effective date of Assignment: November ²⁸ __, 2003

JOMED IMAGING LTD.,

By: _____
Name: _____
Title: _____

VOLCANO THERAPEUTICS, INC.,

By:  _____
Name: _____
Title: _____

Oct 14 09 04:17p

Volcano

818-838-7578

p.27

EXHIBIT C

ASSIGNMENT OF PATENTS

WHEREAS, JOMED IMAGING LTD., a company formed under the laws of the United Kingdom, having its principal place of business at _____ ("Assignor") is the registered proprietor/applicant owner of the patents and patent applications identified on the schedule appended hereto as Schedule A and any divisions, continuations, continuations-in-part, renewals, re-examinations, renewals or extensions or foreign counterparts of the applications which issued as the patents identified in Schedule A (hereinafter "the Patents").

WHEREAS, Volcano Therapeutics, Inc., a company incorporated in the State of Delaware, with its mailing address of 2870 Kilgus Road, Rancho Cordova, CA 95670, Attention: Scott Muenchhaus ("Assignee") wishes to acquire the Patents.

NOW, THEREFORE, in consideration of the sum of \$1, the receipt and sufficiency of which are hereby acknowledged, Assignor hereby assigns to Assignee with full title guarantee the Patents including but not limited to:

- the right to recover and take all such proceedings as may be necessary for the recovery of damages or otherwise in respect of all infringements of any of the Patents whether committed before or after the date of this agreement;
- the absolute entitlement to any patents granted pursuant to any of the applications comprised in the Patents, for the full term of such patents; and
- the right to apply for, prosecute and obtain patent or similar protection in the UK and all other countries of the world for an invention embodied by any of the applications comprised in the Patents, including the right to claim priority from such applications.

This agreement shall be governed by and interpreted in accordance with the laws of England. Any dispute, controversy or claim initiated by either Assignor or Assignee arising out of, resulting from or relating to this Assignment, or the performance by either Party of its obligations under this Assignment shall be finally resolved by binding arbitration in accordance with the provisions of Section 10.7(b) of the above purchase entered into on 8 October 2003 between the Assignor and the Assignee.

28 November 2003
Effective date of Assignment: October 2003

JOMED IMAGING LTD.

By:

Name: Walter G. JansenTitle: Director

VOLCANO THERAPEUTICS, INC.

By:

Name:

Title:

FROM : JOMED Inc.
20/10/2000 15:59

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+442082360043
JOMED IMAGING

Aug. 21 2003 09:46AM P2
PAGE 08



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CERTIFICATE OF INCORPORATION ON CHANGE OF NAME

Company No. 2144826

The Registrar of Companies for England and Wales hereby certifies that

INTRAVASCULAR RESEARCH LIMITED

**having by special resolution changed its name, is now incorporated
under the name of**

JOMED IMAGING LIMITED

Given at Companies House, London, the 2nd June 2000

For The Registrar Of Companies



Section 1.1(a) of Disclosure Schedule

PATENTS

The Patents of the Seller shall include, but shall not be limited to, the following:

1) POSONICS.RL

Europe 9791725B.0 16-Jun-97

United States 09/214739 11-Jun-99
Granted as US6281921 4-Sep-01

Granted on 1386283921 4-Sep-01

RCT 97/01612 16-Jan-97

2) Guide Wire Indicia

Europe SUP14418.6 28-Jan-93

Created on **EP-0625079** **23-Aug-95**

Perfected in Germany, France, Great Britain, Italy, the Netherlands

United States 02/659291 4-Jun-96

US5669878 23-Sep-97

United States 02/936469 22-Sep-97

Classified as **DS605095E** 18-Apr-08

PCT **93/00189** **28-Jan-93**

3) Synthetic Apathy

Europa 95306207 2 6-Sep-95

United States 08/503234 17-Jul-95

Granted on **US\$390549** **7-Jan-97**

United States 05/773411 27-Dec-96

Granted re US5935072 10-Aug-99

United States 09/35922 15-Jul-99

Granted on **US6254542** **3-Jul-01**

4) Deleted B-Mode

Grand Baffin 9615457.7 23-Jul-96

Classified as **CONFIDENTIAL** **26-Feb-97**

United States 08/367276 12-Jan-95

Created on **08/09/99** **30-Npy-99**

PCF 9301279 16-Jun-93

5) TrakBack RL Position Sensor

Europe 980406773 4-Sep-98

DATE 2008/540754 27-Sep-00

United States 09/19/796 13-Nov-98

14-Aug-01

PCI 98/02677 4-Sep-98

6) Soft VCB

United States 08/579062 15-Dec-93
Granted as US5630421 20-May-97

7) Machined Transducer Array...

Europe 92916419.2 30-Jul-92
Granted as EP0396974 4-Sep-96
Perfected in Germany, France, Great Britain

Japan 05/583394 7/30/92
Granted as JP344422 30-Aug-92

8) Multiplexed IVUS

Great Britain 8714450.7 19-Jun-87
Granted as 2288133 7-Aug-91

9) Wave Transducer IRL

Europe 95301542.7 9-Mar-95
Granted as EP0671221 25-Apr-00
Perfected in Germany, France, Italy, the Netherlands

Great Britain 9504791.6 9-Mar-95
Granted as GB2287975 15-Apr-98

United States 08/940919 30-Sep-97
Granted as US6238347 29-May-01

United States 08/998559 15-Oct-97
Granted as US6110314 29-Aug-00

United States 09/709181 31-Jan-02

10) 2-Dimensional Visualization

Europe 99908228.3 29-May-90
Granted as EP0479663 3-Apr-97
Perfected in Germany, France

Great Britain 8912198.2 26-May-89
Granted as GB2233094 9-Feb-94

United States 777253 27-Jan-92
Granted as US5257629 2-Nov-93

PCI 98/00830 29-May-90

11) 3-D System

Europe 88909566.7 10-Nov-88
Granted as EP0386058 23-May-01
Perfected in Switzerland, Germany, France, Great Britain, Italy, the Netherlands

Great Britain 8726440.4 11-Nov-89
Granted as GB2212267 29-Jul-92

*****17>*****

Great Britain Granted as	9117540.6 GB2212267	15-Aug-91 15-Jul-92
Japan Granted as	63/508855 JP2905489	29-Nov-88 16-Mar-99
Japan	10/183052	29-Jun-98
United States Granted as	488007 US5081993	9-May-90 21-Jan-92
PCT	88/00871	10-Nov-88

~~12) Control Transducer Control Matrix~~
~~WO Published - 92/00100~~ 20-Jan-98

~~13) Time Back ETL~~

~~14) Ultrasound Coil~~
~~WO Published - 93/00241~~ 05-Feb-93

~~12) Electrostrictive Array~~

Europe 01/74506.6 11-Oct-01

Japan To Be Assigned 11-Oct-01

United States To Be Assigned 11-Oct-01

PCT 01/04548 11-Oct-01

~~13) REMOTE IVUS~~

Europe 99/61221.1 22-Dec-99

Japan 2000-591916 22-Dec-99

United States 09/069637 22-Dec-99

PCT 99/04343 22-Dec-99

~~14) Helical Flex Circuit~~

Canada To Be Assigned 20-Jul-01

Europe 01/49772.6 20-Jul-01

Japan To Be Assigned 20-Jul-01

United States 10/333099 15-JAN-03

PCT 01/03262 20-Jul-01

~~15) Ringdown IRL~~

United States 09/537589 2-Oct-95

Granted as US561082 11-Feb-97

Delaware

PAGE 1

The First State

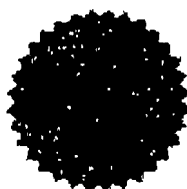
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "VOLCANO THERAPEUTICS, INC.", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "VOLCANO CORPORATION", THE THIRTEENTH DAY OF OCTOBER, A.D. 2004, AT 8:25 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CORPORATION IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE NOT HAVING BEEN CANCELLED OR DISSOLVED SO FAR AS THE RECORDS OF THIS OFFICE SHOW AND IS DULY AUTHORIZED TO TRANSACT BUSINESS.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "VOLCANO THERAPEUTICS, INC." WAS INCORPORATED ON THE TWELFTH DAY OF JANUARY, A.D. 2000.



3155105 8320

040743203

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3411749

DATE: 10-14-04



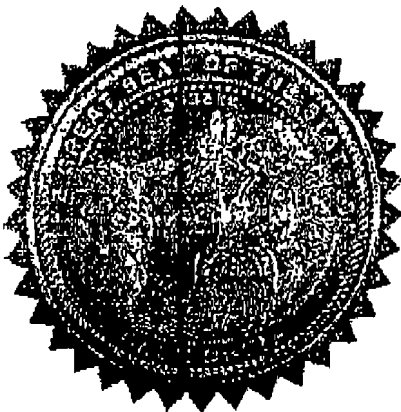
State of California


**SECRETARY OF STATE
NAME CHANGE
CERTIFICATE OF QUALIFICATION**

C2344970

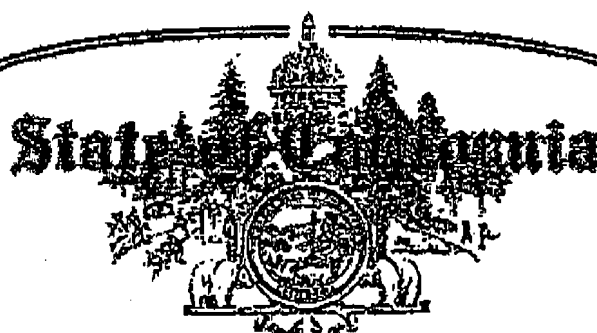
I, KEVIN SHELLEY, Secretary of State of the State of California, hereby certify that on the 14th day of October 2004, there was filed in this office an Amended Statement and Designation by Foreign Corporation whereby the corporate name of **VOLCANO THERAPEUTICS, INC.**, a corporation organized and existing under the laws of Delaware, was changed to **VOLCANO CORPORATION**. This corporation complied with the requirements of California law in effect on that date for the purpose of qualifying to transact intrastate business in the State of California and as of said date has been and is qualified and authorized to transact intrastate business in the State of California, subject however, to any licensing requirements otherwise imposed by the laws of this State.

IN WITNESS WHEREOF, I execute this
certificate and affix the Great Seal
of the State of California this day
of October 21, 2004.




KEVIN SHELLEY
Secretary of State

A0618980

**SECRETARY OF STATE**

I, *Kevin Shelley*, Secretary of State of the State of California, hereby certify:

That the attached transcript of 2 page(s) has been compared with the record on file in this office, of which it purports to be a copy, and that it is full, true and correct.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of

OCT 28 2004



Kevin Shelley
Secretary of State

A0618980

ENDORSED - FILED
in the office of the Secretary of State
of the State of California

OCT 14-2004

KEVIN SHELLEY
Secretary of State**AMENDED STATEMENT BY
FOREIGN CORPORATION**Volcano Corporation

(Name of Corporation)

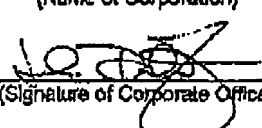
_____, a corporation organized
and existing under the laws of Delaware, and which is presently
(State or Place of Incorporation)

qualified for the transaction of intrastate business in the State of California, makes the
following statement:

That the name of the corporation has been changed to that hereinabove set forth and
that the name relinquished at the time of such change was _____

Volcano Therapeutics, Inc.VOLCANO CORPORATION

(Name of Corporation)


(Signature of Corporate Officer)John Dahldorf, Secretary

(Typed Name and Title of Officer Signing)

Secretary of State/Form
ABDC (01/2003)